

Hearing Date: November 18, 2009
Hearing Time: 10:00 a.m. (prevailing Eastern time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11	
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DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)	
	:		
	:	(Jointly Administered)	
Reorganized Debtors.	:		
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DEBTORS' OMNIBUS REPLY IN SUPPORT OF THIRTY-SIXTH OMNIBUS OBJECTION
PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 3007 TO (I) MODIFY AND
ALLOW CLAIM AND (II) EXPUNGE CERTAIN (A) DUPLICATE SERP CLAIMS,
(B) BOOKS AND RECORDS CLAIMS, (C) UNTIMELY CLAIMS, AND
(D) PENSION, BENEFIT, AND OPEB CLAIMS

("DEBTORS' OMNIBUS REPLY IN SUPPORT OF THIRTY-SIXTH
OMNIBUS CLAIMS OBJECTION")

DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (the "Reorganized Debtors" or "DPH Holdings")¹ hereby submit this Omnibus Reply In Support Thirty-Sixth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (I) Modify And Allow A Claim, And (II) Expunge Certain (A) Duplicate SERP Claims, (B) Books And Records Claims, (C) Untimely Claims, And (D) Pension, Benefit, And OPEB Claims (the "Thirty-Sixth Omnibus Claims Objection" or the "Objection"), and respectfully represent as follows:

1. The Reorganized Debtors filed the Thirty-Sixth Omnibus Claims Objection on October 15, 2009, seeking entry of an order (a) pursuant to section 502(b) of the Bankruptcy Code and Bankruptcy Rule 3007 revising the asserted amount of and allowing certain "Claims," as that term is defined in 11 U.S.C. § 101(5), and (b) disallowing and expunging certain Claims because (i) they are duplicative of other Claims or have been amended or superseded by later-filed Claims, (ii) they assert liabilities that are not reflected on the Reorganized Debtors' books and records, (iii) they were untimely filed pursuant to the Bar Date Order, or (iv) they were for liabilities owing in connection with the Debtors' pension plans and other benefit programs.

2. The Reorganized Debtors sent to each claimant whose proof of claim is subject to an objection pursuant to the Thirty-Sixth Omnibus Claims Objection a personalized Notice Of Objection To Claim, which specifically identified such claimant's proof of claim that is subject to an objection and the basis for such objection. Responses to the Thirty-Sixth

¹ Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Thirty-Sixth Omnibus Claims Objection.

Omnibus Claims Objection were due by 4:00 p.m. (prevailing Eastern time) on November 11, 2009.

3. As of November 13, 2009 at 12:00 p.m. (prevailing Eastern time), the Reorganized Debtors had received 11 responses (collectively, the "Responses") to the Thirty-Sixth Omnibus Claims Objection. In the aggregate, the Responses cover 17 Claims. Attached hereto as Exhibit A is a chart summarizing each of the Responses and listing the 15 Claims for which a Response was filed. Pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections to Claims (Docket No. 6089) entered on December 6, 2006 (the "Claims Objection Procedures Order"), the hearing with respect to each of the 15 Claims covered by the Responses will be adjourned to a sufficiency hearing or claims objection hearing, as appropriate, to determine the disposition of each such Claim.

4. Attached hereto as Exhibit B is a revised proposed order (the "Revised Proposed Order")² in respect of the Thirty-Sixth Omnibus Claims Objection which reflects the adjournment of the hearings with respect to the Claims for which Responses were filed. Such adjournment will be without prejudice to the Reorganized Debtors' right to assert that any of such Responses was untimely or otherwise deficient under the Claims Objection Procedures Order.

5. In addition to the Responses, the Reorganized Debtors also received informal letters, e-mails, and telephone calls from various parties questioning the relief requested

² Attached hereto as Exhibit C is a copy of the Revised Proposed Order marked to show revisions to the form of proposed order that was submitted with the Thirty-Sixth Omnibus Claims Objection.

in the Thirty-Sixth Omnibus Claims Objection and seeking to reserve certain of their rights with respect thereto (the "Informal Responses"). The Reorganized Debtors believe that all the concerns expressed by the Informal Responses have been adequately resolved.

6. Except for those Claims with respect to which the hearings have been adjourned to future dates, the Reorganized Debtors believe that the Revised Proposed Order adequately addresses the issues raised by the respondents. Thus, the Debtors request that the Court grant the relief requested by the Reorganized Debtors and enter the Revised Proposed Order.

WHEREFORE the Reorganized Debtors respectfully request that this Court (a) enter the Revised Proposed Order, (b) adjourn the hearing with respect to all Claims for which a Response was filed pursuant to the Claims Objection Procedures Order, and (c) grant the Reorganized Debtors such other and further relief as is just.

Dated: New York, New York
November 17, 2009

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